

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION**

In re:	)	
	)	
Vanguard Healthcare, LLC, <i>et al.</i> <sup>1</sup>	)	Case No. 16-03296
	)	Chapter 11
9020 Overlook Blvd, Suite 202	)	Judge Mashburn
Brentwood, TN 37027	)	
Debtors.	)	Jointly Administered
		Hearing: January 2, 2018

**ORDER GRANTING SECOND OMNIBUS MOTION FOR AN ORDER  
AUTHORIZING DEBTORS TO REJECT EXECUTORY CONTRACTS**

This matter came before the Court upon Vanguard Healthcare, LLC's and its affiliated debtors and debtors-in-possession (each a "Debtor" and collectively, the "Debtors") omnibus motion to reject certain agreements (the "Omnibus Motion") (Docket No. 2160).<sup>2</sup> It appearing to the satisfaction of the Court that notice of the Omnibus Motion was provided pursuant to Local Rule 9013-1 on November 29, 2017, and that there were no objections to the Omnibus Motion, and accordingly the Omnibus Motion should be granted, it is

ORDERED as follows:

1. The Debtors are authorized to reject the Agreements identified in the attached schedule, pursuant to § 365 of the Bankruptcy Code, and the Agreements (as previously

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Vanguard Healthcare, LLC (9650); Vanguard Healthcare Services, LLC (7563); Vanguard Financial Services, LLC (3403); Aurora Australis, LLC (7099); Boulevard Terrace, LLC (8709); Elderscript Services, LLC (4179); Eldercare of Jackson County, LLC (7855); Glen Oaks, LLC (8238); Palace RBS, LLC (9601); Shady Lawn, LLC (7397); Vanguard of Ashland, LLC (8367); Vanguard of Church Hill, LLC (1049); Vanguard of Crestview, LLC (9650); Vanguard of Manchester, LLC (6203); Vanguard of Memphis, LLC (4623); Vanguard of Ripley, LLC (1050); Vicksburg Convalescent, LLC (7298); and Whitehall OpCo, LLC (6186).

<sup>2</sup> Unless otherwise defined, all capitalized terms shall have the meanings provided in the Omnibus Motion.

or subsequently amended or modified) are hereby deemed rejected as of the date of the filing of the Omnibus Motion.

2. To the extent one or more of the Debtors did not previously terminate any one or more of the Agreements, such Agreements (as previously or subsequently amended or modified) shall be deemed terminated as of the date of the filing of the Omnibus Motion.

3. This Order is without prejudice to any of the Debtors' rights, claims, and defenses with respect to any claim for rejection damages or any other claims any party may file against one or more of the Debtors.

4. The Omnibus Motion and this Order shall not be deemed an admission by the Debtors that the Agreements are executory contracts or unexpired leases under § 365 of the Bankruptcy Code.

5. This Order is effective and enforceable immediately upon entry.

6. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

**This Order Was Signed And Entered Electronically as Indicated At The Top Of The First Page**

APPROVED FOR ENTRY:

/s/ William L. Norton III  
William L. Norton, III (# 10075)  
James B. Bailey (*pro hac vice*)  
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*Attorneys for Debtors*

<b>Counterparty</b>	<b>Debtor</b>	<b>Description</b>
ADP LLC 1851 N. Resler El Paso, TX 79912	Vanguard Healthcare Services, LLC	Master Services Agreement Dated April 1, 2010
Aramark Refreshment Services, LLC c/o CT Corp. System 800 S. Gay St. Ste. 2021 Knoxville, TN 37929	Vanguard Healthcare Services, LLC	Beverage Service Agreement
Cass Information Systems, Inc. Attn: Cheryl Roberts 10401 Deerwood Park Blvd. Suite 2350, Bldg. 2 Jacksonville, FL 32256	Vanguard Healthcare Services, LLC	Program Agreement Dated April 29, 2013
CIT Finance LLC c/o Bankruptcy Processing Solutions, Inc. PO Box 593007 San Antonio, TX 78259	Vanguard Healthcare, LLC	CIT Lease Contract #900- 0203270-000 Model: Konica Minolta B652 Serial: 2WU011001209
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Vanguard of Ashland, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Aurora Australis, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Boulevard Terrace, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Vanguard of Church Hill, LLC	Agreement Dated October 23, 2015

<b>Counterparty</b>	<b>Debtor</b>	<b>Description</b>
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Eldercare of Jackson County, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Glen Oaks, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Vanguard of Manchester, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Vanguard of Memphis, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Vanguard of Ripley, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Shady Lawn, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Vicksburg Convalescent, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Vanguard Healthcare Services, LLC	Agreement Dated October 23, 2015
Music City Power & Generation 1100 Foster Ave Nashville, TN 37210	Whitehall OpCo, LLC	Agreement Dated October 23, 2015

<b>Counterparty</b>	<b>Debtor</b>	<b>Description</b>
Rimar Properties at Del Mar, LLC c/o James J. Webb 1200 Weston Road Penthouse Weston, FL 33326	Whitehall OpCo, LLC	Lease Dated October 4, 2010 Previously removed from Schedule G at Docket No. 1793
Select Medical Rehabilitation Services, Inc. Attn: President 2455-C McMullen Booth Rd. Clearwater, FL 33759	Boulevard Terrace, LLC	Therapy Services Agreement Dated May 1, 2011
Select Medical Rehabilitation Services, Inc. Attn: President 2455-C McMullen Booth Rd. Clearwater, FL 33759	Eldercare of Jackson County, LLC	Therapy Services Agreement Dated May 1, 2011
Select Medical Rehabilitation Services, Inc. Attn: President 2455-C McMullen Booth Rd. Clearwater, FL 33759	Vanguard of Manchester, LLC	Therapy Services Agreement Dated May 1, 2011
Zirned, Inc. 626 West Main Street 6 <sup>th</sup> Floor Louisville, KY 40202	Vanguard Financial Services, LLC	Subscriber Agreement Dated April 22, 2009